UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO

In re: THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, as representative of THE COMMONWEALTH OF PUERTO RICO, *et al.*, Debtors.[1]	PROMESA Title III No. 17 BK 3283-LTS (Jointly Administered) **Re: ECF Nos. 242, 537, 1417**

ORDER AMENDING JOINT ADMINISTRATION ORDER

Upon the *Motion for Entry of Order Amending Joint Administration Order* (the "**Motion**");[2] and the Court having found it has subject matter jurisdiction over this matter pursuant to PROMESA section 306(a); and it appearing that venue is proper pursuant to PROMESA section 307(a); and the Court having found that the relief requested in the Motion is in the best interests of the Debtors, their creditors, and other parties in interest; and the Court

[1] The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

[2] Capitalized terms not otherwise defined shall have the same meaning as ascribed to them in the Motion.

having found that the Debtors provided adequate and appropriate notice of the Motion under the circumstances and that no other or further notice is required; and the Court having reviewed the Motion; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and any objections to the relief requested herein having been withdrawn, resolved, or overruled on the merits; and after due deliberation and sufficient cause appearing therefor; it is **HEREBY ORDERED THAT:**

1. The Motion is granted as set forth herein.

2. For administrative efficiency purposes only, the Commonwealth is authorized to pay the fees and expenses incurred by Title III professionals on behalf of the other Debtors, *provided that* the Commonwealth is timely reimbursed for any payments made. For the avoidance of doubt, such payments do not constitute a consolidation of amounts owed between or among the Debtors.

3. To the extent a Debtor has not reimbursed the Commonwealth for any professional fees and expenses paid on its behalf as of the date of this order, such Debtor shall reimburse the Commonwealth for such payments within 45 days of this order.

4. Nothing herein modifies the *Order Approving COFINA Agent's Motion Pursuant to 48 U.S.C. § 2161 And 11 U.S.C. § 105(A) for Order: (I) Confirming that 48 U.S.C. § 2125 Applies to COFINA Agent; (ii) Confirming Retention of Local Counsel; and (iii) Clarifying Payment of Fees and Expenses of COFINA Agent and Her Professionals* [ECF No. 1612] with respect to the payment of Agent/Professional Fees, as defined therein.

5. Nothing herein authorizes payment from segregated accounts at the Bank of New York Mellon ("**BNYM**") holding (i) interpleaded monthly payments of principal and interest due to be paid by BNYM to holders of COFINA bonds as defined in the Court's May 30, 2017 *Order*

Granting Interpleader, Staying Pending and Future Litigation Against the Bank of New York Mellon, as Trustee, Pursuant to 28 U.S.C. § 2361, and Granting Related Relief [Case No. 17-00133, ECF No. 110], and/or (ii) the 5.5% SUT revenues in BNYM accounts as defined in the Court's July 24, 2018 *Order, Pursuant to Bankruptcy Code Section 105(a) and Bankruptcy Rule 9019, Establishing Procedures Governing 5.5% SUT Revenues Collected On or After July 1, 2018* [Case No 17-00257, ECF No. 534].

6. Except as specifically set forth in this order, the Joint Administration Order shall remain in full force and effect.

7. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this order.

8. This Order resolves Docket Entry No. 3791.

Dated: September 6, 2018
San Juan, Puerto Rico

/s/ Laura Taylor Swain
LAURA TAYLOR SWAIN
United States District Judge